

UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE

BALLY TOTAL FITNESS HOLDING
CORPORATION,

Plaintiff,

v.

LIBERATION INVESTMENTS, L.P.,
LIBERATION INVESTMENTS, LTD.,
LIBERATION INVESTMENT GROUP LLC
and EMANUEL R. PEARLMAN,

Defendants.

Civil Action No. 05-841-JJF

PLAINTIFF'S NOTICE OF DISMISSAL

Pursuant to Fed. R. Civ. P. 41(a)(1), Plaintiff Bally Total Fitness Holding Corporation hereby voluntarily dismisses this action without prejudice.

Date: January 31, 2006

Respectfully submitted,


One of the Attorneys for Plaintiff
Bally Total Fitness Holding Corporation

Gregory P. Williams (#2168)

Williams@rlf.com

Raymond J. DiCamillo (#3188)

DiCamillo@rlf.com

Elizabeth C. Tucker (#4468)

Tucker@rlf.com

RICHARDS, LAYTON & FINGER, P.A.

One Rodney Square

10th and King Streets

Wilmington, Delaware 19899

Tel: (302) 651-7700

Fax: (302) 651-7701

-and-

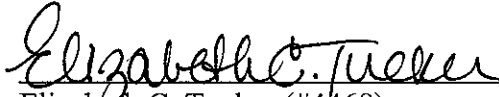
Laurie B. Smilan
LATHAM & WATKINS LLP
11955 Freedom Drive, Suite 500
Reston, Virginia 20190
Tel: (703) 456-1000
Fax: (703) 456-1001

CERTIFICATE OF SERVICE

I, Elizabeth C. Tucker, hereby certify that I caused copies of the foregoing
PLAINTIFF'S NOTICE OF DISMISSAL to be served by CM/ECF upon:

STEPHEN E. JENKINS, ESQ.
Ashby & Geddes
222 Delaware Avenue
Wilmington, DE 19899

on this 31st day of January, 2006.


Elizabeth C. Tucker (#4468)
Tucker@rlf.com